

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION <u>et al.</u> ,	:	Case No. 05-44481 (rdd)
	:	
Debtors.	:	(Jointly Administered)
	:	
	x	

AFFIDAVIT OF SERVICE

I, Amber M. Cerveney, being duly sworn according to law, deposes and says that I am employed by Kurtzman Carson Consultants, LLC, proposed claims and noticing agent for the Debtors in the above-captioned cases.

On October 10, 2005, under my direction and under my supervision, employees of KCC caused to be served, via overnight delivery the documents listed in Section 1 on the parties attached hereto as Exhibit A:

Section 1

- I. Voluntary Petitions for the following Debtors: ASEC Manufacturing General Partnership, ASEC Sales General Partnership, Aspire, Inc., Delco Electronics Overseas Corporation, Delphi Automotive Systems (Holding) Inc., Delphi Automotive Systems Global (Holding), Inc., Delphi Automotive Systems Human Resources LLC, Delphi Automotive Systems International, Inc., Delphi Automotive Systems Korea Inc., Delphi Automotive Systems LLC, Delphi Automotive Systems Overseas Corporation, Delphi Automotive Systems Risk Management Corp., Delphi Automotive Systems Services LLC, Delphi Automotive Systems Tennessee, Inc., Delphi Automotive Systems Thailand, Inc., Delphi China LLC, Delphi Connection Systems, Delphi Corporation, Delphi Diesel Systems Corp., Delphi Electronics (Holding) LLC, Delphi Foreign Sales Corporation, Delphi Integrated Service Solutions, Inc., Delphi International Holdings Corp., Delphi International Services, Inc., Delphi Liquidation Holding Company, Delphi LLC, Delphi Mechatronic Systems, Inc., Delphi Medical Systems Colorado Corporation, Delphi Medical Systems Corporation, Delphi Medical Systems Texas Corporation, Delphi NY Holding Corporation, Delphi Services Holding Corporation, Delphi Technologies Inc., DREAL, Inc., Environmental Catalysts, LLC, Exhaust Systems Corporation, Packard Hughes Interconnect Company, Specialty Electronics International Ltd, Specialty Electronics, Inc., **[Attached hereto as Exhibit B]**

- II. Notice of Organizational Meeting (**Docket No. 37**) **[Attached hereto as Exhibit C]**

- III. Bridge order under 11 U.S.C. §§ 105 and 363(b) Authorizing Payment of Certain Prepetition (A) Shipping and Delivery Charges for Goods in Transit and (B) Customs Duties ("Shipping and Customs") **(Docket No. 40) [Attached hereto as Exhibit D]**
- IV. Bridge Order under 11 U.S.C. §§ 363 and 553 For Authorizing (I) Continued Maintenance of Existing Bank Accounts, (II) Continued Use of Existing Cash Management Systems, (III) Continued Use of Existing Business Forms, (IV) Preservation and Exercise of Intercompany Setoff Rights and (V) Grant of Administrative Status for Post-Petition Intercompany Transactions ("Cash Management") **(Docket No. 36) [Attached hereto as Exhibit E]**
- V. Bridge Order under 11 U.S.C. §345 Authorizing Continued Use of Existing Investment Guidelines ("Investment Guidelines") **(Docket No. 38) [Attached hereto as Exhibit F]**
- VI. Bridge Order (I) Authorizing the Debtors to Pay Prepetition Wages and Salaries to Employees and Independent Contractors; (II) Authorizing the Debtors to Pay Certain Prepetition Benefits and Continue the Maintenance of Human Capital Benefit Programs in the Ordinary Course; and (III) Directing Banks to Honor Prepetition Checks for Payment of Prepetition Human Capital Obligations ("Human Capital Obligations") **(Docket No. 31) [Attached hereto as Exhibit G]**
- VII. Bridge Order Under 11 U.S.C. §§ 361, 362, and 363 Authorizing Use of Cash Collateral and Adequate Protection to Prepetition Secured Parties ("Cash Collateral Bridge Order") **(Docket No. 46) [Attached hereto as Exhibit H]**
- VIII. Bridge Order Under 11 U.S.C. §§ 105, 363, 1107, and 1108 and Fed.R.Bankr.P. 4001 Authorizing Debtors to Enter Into, Continue Performance Under, and Provide Credit Support Under Derivative Contracts ("Derivative Contracts Bridge Order") **(Docket No. 45) [Attached hereto as Exhibit I]**
- IX. Bridge Order Under 11 U.S.C. §§ 105(a), 363, 1107, and 1108 Authorizing the Debtors to Honor Prepetition Obligations to Customers and to Otherwise Continue Customer Programs in Ordinary Course of Business ("Customer Programs Bridge Order") **(Docket No. 39) [Attached hereto as Exhibit J]**
- X. Bridge Order Under 11 U.S.C. § 503(b) Confirming Grant of Administrative Expense Status to Obligations Arising from Postpetition Delivery of Goods and Authorizing Debtors to Pay Such Obligations in Ordinary Course of Business ("Administrative Expense Bridge Order") **(Docket No. 35) [Attached hereto as Exhibit K]**
- XI. Bridge Order Under 11 U.S.C. §§ 105(a) and 363(b) Authorizing (I) Payment of Prepetition Obligations to Foreign Creditors and (II) Financial Institutions to Honor and Process Related Checks and Transfers ("Foreign Creditors Bridge Order") **(Docket No. 32) [Attached hereto as Exhibit L]**
- XII. Bridge Order Under 11 U.S.C. §§ 105(a), 363, 364, 1107, and 1108 and Fed. R. Bankr. P. 6004 and 9019 Authorizing Continuation of Vendor Rescue Program and Payment of Prepetition Claims of Financially Distressed Sole Source Suppliers and Vendors Without Contracts ("Essential Suppliers Bridge Order") **(Docket No. 30) [Attached hereto as Exhibit M]**

On October 10, 2005, I caused to be served, via overnight delivery the documents listed in Section 2 on the parties attached hereto as Exhibit N:

Section 2

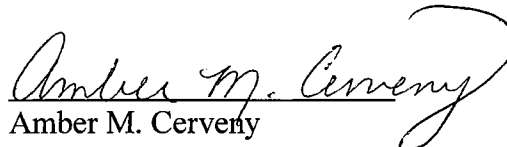
I. Notice of Organizational Meeting (Docket No. 37) [Attached hereto as Exhibit C]

On October 10, 2005, I caused to be served, via overnight delivery the documents listed in Section 3 on the parties attached hereto as Exhibit O:

Section 3

- I. Bridge order under 11 U.S.C. §§ 105 and 363(b) Authorizing Payment of Certain Prepetition (A) Shipping and Delivery Charges for Goods in Transit and (B) Customs Duties ("Shipping and Customs") (Docket No. 40) [Attached hereto as Exhibit D]**
- II. Bridge Order under 11 U.S.C. §§ 363 and 553 For Authorizing (I) Continued Maintenance of Existing Bank Accounts, (II) Continued Use of Existing Cash Management Systems, (III) Continued Use of Existing Business Forms, (IV) Preservation and Exercise of Intercompany Setoff Rights and (V) Grant of Administrative Status for Post-Petition Intercompany Transactions ("Cash Management") (Docket No. 36) [Attached hereto as Exhibit E]**
- III. Bridge Order under 11 U.S.C. §345 Authorizing Continued Use of Existing Investment Guidelines ("Investment Guidelines") (Docket No. 38) [Attached hereto as Exhibit F]**
- IV. Bridge Order (I) Authorizing the Debtors to Pay Prepetition Wages and Salaries to Employees and Independent Contractors; (II) Authorizing the Debtors to Pay Certain Prepetition Benefits and Continue the Maintenance of Human Capital Benefit Programs in the Ordinary Course; and (III) Directing Banks to Honor Prepetition Checks for Payment of Prepetition Human Capital Obligations ("Human Capital Obligations") (Docket No. 31) [Attached hereto as Exhibit G]**

Dated: October 12, 2005


Amber M. Cerveney

Sworn to and subscribed before
me on October 12, 2005


Notary Public

My Commission Expires: 1/19/07

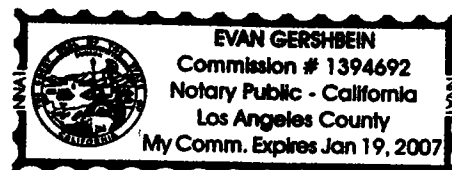


EXHIBIT A

Contact	Company	Address 1	Address 2	City	State	Zip	Country	Fax
Akihiko Imaya Group	Sharp Electronics Corp	Deputy General Manager	26131 Chinomoto Cho Tenri	Nara		632-8567	Japan	81-743-65-2809
Albert Togut	Togut Segal & Segal LLP	One Penn Plaza	Suite 3335	New York	NY	10119	US	212-967-4258
Alps Automotive Inc	Munekichi Ishida	1500 Atlantic Blvd		Auburn Hills	MI	48326	US	248-391-1564
Ann Wagoner	Applied Bio Systems	850 Lincoln Centre Dr		Foster City	CA	94404	US	650-638-5998
Attn Insolvency Department	Internal Revenue Service	290 Broadway	5th Floor	New York	NY	10007	US	
Attorney General Eliot Spitzer	Office of New York State	120 Broadway		New York City	NY	10271	US	
Barry Perry	Engelhard Corporation	101 Wood Ave		Iselin	NJ	08830	US	732-906-0337
Bill Staron	Dmc 2 Canada Corporation	2347 Commercial Dr		Auburn Hills	MI	48326	US	248-340-2471
Bjoern Goeke	Victory Packaging	3555 Timmons Lane	Suite 1440	Houston	TX	77027	US	713-961-3824
Brad Countryman Salesman	Isi Of Indiana Inc	1212 East Michigan St		Indianapolis	IN	46202	US	317-631-7981
Brent Mewhinney	Texas Instruments Inc	12900 North Meridian St	Suite 175 Ms 4070	Carmel	IN	46032	US	317-573-6410
Brian McGowan Sales Manager	Corus Lp	496 Highway 35 Rr2		Pontypool	ON	LOA 1KO	Canada	705-277-9742
Brian Ruel	Timken Company	31100 Telegraph Rd Ste 270		Bingham Farms	MI	48025	US	248-433-2253
Bruce A Fassett	Carlisle Engineered Prods	100 Seventh Ave Ste 100		Chardon	OH	44024	US	734-367-1431
Burr & Forman LLP	Michael Leo Hal	420 North Twentieth Street	Suite 3100	Birmingham	AL	35203	US	
Chet Korzeniewski	Fujitsu Ten Corporation	46029 Five Mile Rd		Plymouth	MI	48170	US	734-414-6660
Clifford Trapani	JPMorgan Chase Bank NA	Loan and Agency Services Group	1111 Fannin 10th Floor	Houston	TX	77002	US	713-750-2948
Darrell Seitz Senior Acct Mgr	Hitachi Automotive	955 Warwick Rd		Harrodsburg	KY	40330	US	248-474-5097
David Bader	Hss Llc	5446 Dixie Highway		Saginaw	MI	48601	US	989-777-4818
David L Resnick	Rothchild Inc	1251 Avenue of the Americas		New York	NY	10020	US	212-403-5454
David M McGinnis	Murata Electronics North	2200 Lake Park Dr		Smyrna	GA	30080	US	678-842-6625
Deirdre A Martini	United States Trustee	33 Whitehall Street	Suite 2100	New York	NY	10004	US	212-668-2256
Devin Denner Sales Manager	Olin Corp	427 N Shamrock St		East Alton	IL	62024	US	618-258-3481
Don Duda President	Methode Electronics Inc	7401 W Wilson		Chicago	IL	60706	US	708-867-3288
Donald Bernstein	Davis Polk & Wardwell	450 Lexington Avenue		New York	NY	10017	US	212-450-3092
Douglas Bartner Jill Frizzley	Shearman & Sterling LLP	599 Lexington Avenue		New York	NY	10022	US	212-848-7179
Dr Jurgen W Gromer	Tyco Electronics Corp	PO Box 3608		Harrisburg	PA	17105	US	717-592-7555
Dr Jurgen W Gromer	Tyco Electronics Corp	PO Box 3608		Harrisburg	PA	17105-3608	US	717-592-7555
Dr Jurgen W Gromer	Tyco Electronics Corp	Amperstrabe 1214		Bensheim		D-64625	Germany	49-0-62-51-133-1-548
Ed Mike Sales Manager	Soletron De Mexico Sa De Cv	Soletron Invtrocnics	26525 American Dr	Southfield	MI	48034	US	248-263-8701
Frank H Avant President	Tdk Corporation Of America	1221 Business Center Dr		Mount Prospect	IL	60056	US	847-803-1125
Gary Thoe Chairman	Waupaca Foundry Inc	311 S Tower Rd		Waupaca	WI	54981	US	715-258-1712
Gordon Diag	Pbr Automotive Usa Pacific Group	140 Ellen Dr		Orion Township	MI	48359	US	248-377-4939
Harold M Stratton	Strattec Security Corp	3333 West Good Hope Rd		Milwaukee	WI	53209	US	414-247-3329
Hironobu Ono	Cataler North America Corp	7800 Chihama		Kakegawa-City Shizuoka			Japan	81-537-72-2629
Hitachi Automotive		34500 Grand River Ave		Farmington Hills	MI	48335	US	248-474-5097
Hitachi Chemical Asia Pacific	Hitachi Chemical Asia Pacific	Bedok Plant 20	Bedock South Rd	Singapore		469277	Singapore	656-444-6002
Infineon Technologies		StMartinStrasse 53		Munich		81669	Germany	49-0-89-234-8-52-02
James D Clark	IUE Comm Workers of America	501 3rd St NW 6th Floor		Washington	DC	20001	US	202-434-1343
James Le	Kurtzman Carson Consultants	12910 Culver Blvd	Suite I	Los Angeles	CA	90066	US	310-751-1561
Jeffrey Cohen	Pension Benefit Guaranty Corporation	1200 K Street NW	Suite 340	Washington	DC	20005	US	202-326-4112
Jeffrey Cohen	Pension Benefit Guaranty Corp	1200 K St NW		Washington	DC	20005	US	202-326-4112
Jim Offer	Pechiney Rolled Products	39111 W Six Mile Rd		Livonia	MI	48152	US	734-632-8483
Jim Trent	Nec Electronics Inc	Three Galleria Tower	13155 Noel Rd Ste 1100	Dallas	TX	75240	US	972-655-5133
Joe M Dorris President	Futaba Corp Of America	2865 Wall Triana Hwy		Huntsville	AL	35824	US	256-461-7741
Joe Minville	Flextronics Intl Asia Pacific	2 Robbins Rd		Westford	MA	01886	US	978-392-3011
Joel Robinson President Bob Finn	American Axle & Mfg Inc	One Dauch Dr		Detroit	MI	48211	US	313-974-2870
John Devine	General Motors Corporation	300 Renaissance Center	PO Box 300	Detroit	MI	48265	US	517-272-3709
John Devine	General Motors Corporation	300 Renaissance Center	PO Box 300	Detroit	MI	48265	US	517-272-3709
John Nielsen Dir Sales	Trw Automotive	12000 Tech Center Dr		Livonia	MI	48150	US	734-266-5704
John Wm Butler J Lyons R Meisler	Skadden Arps Slate Meagher & Flom	333 W Wacker Dr	Suite 2100	Chicago	IL	60606	US	312-407-0411
Kayalyn A Marafioti Thomas J Matz	Skadden Arps Slate Meagher & Flom	4 Times Square		New York	NY	10036	US	212-735-2000
Kenji Ito Vp Larry Khaykin	Aw Transmission Eng Aisin Seiki Co	Metro West Industrial Park	14933 Keel St	Plymouth	MI	48170	US	734-416-3844
Kenneth S Ziman Robert H Trust	Simpson Thatcher & Bartlett LLP	425 Lexington Avenue		New York	NY	10017	US	212-455-2502
Khuyen Ta	JPMorgan Chase Bank NA	Agent Bank Services Group	1111 Fannin 10th Floor	Houston	TX	77002	US	713-750-2938
Lance Williams Director Of Sales	Semiconductor Components	2000 S County Trail		East Greenwich	RI	02818	US	734-953-6860
Leo W Gerard	United Steel Workers	5 Gateway Center		Pittsburgh	PA	15222	US	412-562-2484
Linda Lynch	Robert Bosch Corporation	38000 Hills Tech Dr		Farmington Hills	MI	48331	US	248-848-6505
Lonie A Hassel	Groom Law Group	1701 Pennsylvania Avenue NW		Washington	DC	20006	US	202-659-4503
Martin J Bienenstock	Weil Gotshal & Manges LLP	767 Fifth Avenue		New York	NY	10153	US	212-310-8007
Michael Rudnicki	Niles Usa Inc	41129 Jo Dr		Novi	MI	48375	US	248-427-9701
Patrick Healy	Law Debenture Trust Company of NY	780 Third Ave 31st Fl		New York	NY	10017	US	212-750-1361
Paul Grimme	Freescale Semiconductor Inc	6501 William Cannon Dr West		Austin	TX	78735	US	512-895-8746
Peter Bauer EVP	Infineon Technologies	PO Box 80 09 49		Munich		81609	Germany	49-0-89-234-8-52-02
Peter Bauer, EVP	Infineon Technologies	PO Box 80 09 49		Munich		81609	Germany	49-0-89-234-8-52-02
Peter H Huizinga	Siemens Automotive Ltd	2400 Executive Hill Blvd		Auburn Hills	MI	48326	US	248-209-7877
Pioneer Indl Comp	Auto Electr Sales Inc	Kevin M Martin SVP	22630 Haggerty Rd	Farmington	MI	48335	US	248-449-1940
Ralph Seibt Sales Manager	Westwood Associates Inc	612 Willers Farm Rd		Milford	CT	06460	US	203-283-3100
Randall S Eisenberg	FTI Consulting Inc	3 Times Square	11th Floor	New York	NY	10036	US	212-841-9350

Contact	Company	Address 1	Address 2	City	State	Zip	Country	Fax
Reorganization Branch	Securities and Exchange Commission	233 Broadway		New York	NY	10279	US	
Richard Shoemaker	United Auto Workers	8000 E Jefferson		Detroit	MI	48214	US	313-823-6016
Robert Caruso	FTI Consulting Inc	333 West Wacker Drive	Suite 600	Chicago	IL	60606	US	312-759-8119
Robert Siegel	O'Melveny & Meyer LLP	400 South Hope Street		Los Angeles	CA	90071	US	213-430-6407
Ron Schubel	Molex Inc	222 Wellington Court		Lisle	IL	60532	US	630-813-5888
Russ Pollack Director Of Sales	Traxle Mfg Ltd	25300 Telegraph Rd Ste 450	Raleigh Office Center	Southfield	MI	48034	US	248-355-3558
Sam L Trency	Philips Semiconductors	1817 Dogwood Dr		Kokomo	IN	46902	US	765-452-9915
Scott Dekoker	Autocam Corporation	East Paris Ave		Kentwood	MI	49512	US	616-698-6876
Scott King	FTI Consulting Inc	Park One Center	6100 Oaktree Blvd Suite 200	Cleveland	OH	44131	US	216-986-2749
Scott Shilling Sales Director	Sgs Thompson	Victor Park West	19575 Victor Parkway	Livonia	MI	48152	US	734-462-4034
Sean Corcoran Karen Craft	Delphi Corporation	5725 Delphi Drive		Troy	MI	48098	US	248-813-2670
Steven M Cimalore	Wilmington Trust Company	1100 N Market St	Rodney Square N	Wilmington	DE	19890	US	302-636-4143
Ted B Opie	General Electric Company	Two Towne Square		Southfield	MI	48076	US	248-262-2663
Thomas F Maher R Duker G Russello	JPMorgan Chase Bank NA	270 Park Avenue		New York	NY	10017	US	212-270-0430
Tim Kuppler Vice President	Ti Group Automotive System	12345 E Nine Mile		Warren	MI	48090	US	586-427-3175
Tom A Jerman Rachel Janger	O'Melveny & Meyer LLP	1625 Eye Street NW		Washington	DC	20006	US	202-383-5414
Tracy Delcampo	Calsonic N America Inc	27000 Hills Tech Court		Farmington Hills	MI	48331	US	248-848-4850
Wilma Francis	JPMorgan Chase Bank NA	270 Park Avenue		New York	NY	10017	US	212-270-5484
Vince Sarrecchia	Panasonic Automotive	26455 American Dr		Southfield	MI	48034	US	248-447-7008
Y Yokoya	Hitachi Chemical Asia Pacific	Loyang Plant 32	Loyang Way	Singapore		508730	Singapore	656-546-2842

EXHIBIT B

(Official Form 1) (12/03)

FORM B1 United States Bankruptcy Court Southern District of New York		Voluntary Petition																																		
Name of Debtor (if individual, enter Last, First, Middle): ASEC Manufacturing General Partnership	Name of Joint Debtor (Spouse) (Last, First, Middle):																																			
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names): Delphi Catalyst	All Other Names used by the Joint Debtor in the last 6 years (include married, maiden, and trade names):																																			
Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all): 73-1474201	Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all):																																			
Street Address of Debtor (No. & Street, City, State & Zip Code): ASEC Manufacturing General Partnership 1301 Main Parkway Catoosa, Oklahoma 74015	Street Address of Joint Debtor (No. & Street, City, State & Zip Code):																																			
County of Residence or of the Principal Place of Business: Rogers and Wagoner Counties, Oklahoma	County of Residence or of the Principal Place of Business:																																			
Mailing Address of Debtor (if different from street address): Same as Street Address	Mailing Address of Joint Debtor (if different from street address):																																			
Location of Principal Assets of Business Debtor (if different from street address above): Same as Street Address																																				
Information Regarding the Debtor (Check the Applicable Boxes)																																				
Venue (Check any applicable box) <input type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.																																				
Type of Debtor (Check all boxes that apply) <input type="checkbox"/> Individual(s) <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Partnership <input type="checkbox"/> Other _____ <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank	Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Sec. 304 – Case ancillary to foreign proceeding <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13																																			
Nature of Debts (Check one box) <input type="checkbox"/> Consumer/Non-Business <input checked="" type="checkbox"/> Business	Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3.																																			
Chapter 11 Small Business (Check all boxes that apply) <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 1121(e) (Optional)																																				
Statistical/Administrative Information (Estimates only)* <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.																																				
<table style="width: 100%; border-collapse: collapse;"><tr><td style="width: 25%;">Estimated Number of Creditors</td><td style="width: 12.5%;">1-15 <input type="checkbox"/></td><td style="width: 12.5%;">16-49 <input type="checkbox"/></td><td style="width: 12.5%;">50-99 <input type="checkbox"/></td><td style="width: 12.5%;">100-199 <input type="checkbox"/></td><td style="width: 12.5%;">200-999 <input type="checkbox"/></td><td style="width: 12.5%;">1000-over <input checked="" type="checkbox"/></td></tr><tr><td>Estimated Assets</td><td>\$0 to \$50,000 <input type="checkbox"/></td><td>\$50,001 to \$100,000 <input type="checkbox"/></td><td>\$100,001 to \$500,000 <input type="checkbox"/></td><td>\$500,001 to \$1 million <input type="checkbox"/></td><td>\$1,000,001 to \$10 million <input type="checkbox"/></td><td>\$10,000,001 to \$50 million <input type="checkbox"/></td></tr><tr><td>Estimated Debts</td><td>\$0 to \$50,000 <input type="checkbox"/></td><td>\$50,001 to \$100,000 <input type="checkbox"/></td><td>\$100,001 to \$500,000 <input type="checkbox"/></td><td>\$500,001 to \$1 million <input type="checkbox"/></td><td>\$1,000,001 to \$10 million <input type="checkbox"/></td><td>\$10,000,001 to \$50 million <input checked="" type="checkbox"/></td></tr><tr><td></td><td>\$50,000 to \$100,000 <input type="checkbox"/></td><td>\$100,001 to \$500,000 <input type="checkbox"/></td><td>\$500,001 to \$1 million <input type="checkbox"/></td><td>\$1,000,001 to \$10 million <input type="checkbox"/></td><td>\$10,000,001 to \$50 million <input type="checkbox"/></td><td>\$50,000,001 to \$100 million <input type="checkbox"/></td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td><td>More than \$100 million <input type="checkbox"/></td></tr></table>		Estimated Number of Creditors	1-15 <input type="checkbox"/>	16-49 <input type="checkbox"/>	50-99 <input type="checkbox"/>	100-199 <input type="checkbox"/>	200-999 <input type="checkbox"/>	1000-over <input checked="" type="checkbox"/>	Estimated Assets	\$0 to \$50,000 <input type="checkbox"/>	\$50,001 to \$100,000 <input type="checkbox"/>	\$100,001 to \$500,000 <input type="checkbox"/>	\$500,001 to \$1 million <input type="checkbox"/>	\$1,000,001 to \$10 million <input type="checkbox"/>	\$10,000,001 to \$50 million <input type="checkbox"/>	Estimated Debts	\$0 to \$50,000 <input type="checkbox"/>	\$50,001 to \$100,000 <input type="checkbox"/>	\$100,001 to \$500,000 <input type="checkbox"/>	\$500,001 to \$1 million <input type="checkbox"/>	\$1,000,001 to \$10 million <input type="checkbox"/>	\$10,000,001 to \$50 million <input checked="" type="checkbox"/>		\$50,000 to \$100,000 <input type="checkbox"/>	\$100,001 to \$500,000 <input type="checkbox"/>	\$500,001 to \$1 million <input type="checkbox"/>	\$1,000,001 to \$10 million <input type="checkbox"/>	\$10,000,001 to \$50 million <input type="checkbox"/>	\$50,000,001 to \$100 million <input type="checkbox"/>							More than \$100 million <input type="checkbox"/>
Estimated Number of Creditors	1-15 <input type="checkbox"/>	16-49 <input type="checkbox"/>	50-99 <input type="checkbox"/>	100-199 <input type="checkbox"/>	200-999 <input type="checkbox"/>	1000-over <input checked="" type="checkbox"/>																														
Estimated Assets	\$0 to \$50,000 <input type="checkbox"/>	\$50,001 to \$100,000 <input type="checkbox"/>	\$100,001 to \$500,000 <input type="checkbox"/>	\$500,001 to \$1 million <input type="checkbox"/>	\$1,000,001 to \$10 million <input type="checkbox"/>	\$10,000,001 to \$50 million <input type="checkbox"/>																														
Estimated Debts	\$0 to \$50,000 <input type="checkbox"/>	\$50,001 to \$100,000 <input type="checkbox"/>	\$100,001 to \$500,000 <input type="checkbox"/>	\$500,001 to \$1 million <input type="checkbox"/>	\$1,000,001 to \$10 million <input type="checkbox"/>	\$10,000,001 to \$50 million <input checked="" type="checkbox"/>																														
	\$50,000 to \$100,000 <input type="checkbox"/>	\$100,001 to \$500,000 <input type="checkbox"/>	\$500,001 to \$1 million <input type="checkbox"/>	\$1,000,001 to \$10 million <input type="checkbox"/>	\$10,000,001 to \$50 million <input type="checkbox"/>	\$50,000,001 to \$100 million <input type="checkbox"/>																														
						More than \$100 million <input type="checkbox"/>																														

THIS SPACE IS FOR COURT USE ONLY

* The books and records of ASEC Manufacturing General Partnership are consolidated with those of its affiliates (Exhaust Systems Corporation, ASEC Sales General Partnership and Environmental Catalysts, LLC), which have also filed voluntary petitions in the Southern District of New York. Accordingly, the statistical/administrative information for each of these affiliates are reflected on a consolidated basis.

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): ASEC Manufacturing General Partnership	
Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)			
Location Where Filed: NONE		Case Number: N/A	
Date Filed: N/A			
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: See Schedule I attached		Case Number: Pending	
Date Filed: Date hereof			
District: Southern District of New York		Relationship: Affiliate	
		Judge:	
SIGNATURES			
Signature(s) of Debtor(s) (Individual/Joint) I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11 of the United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter of title 11 of the United States Code, specified in this petition. X _____ Signature of Debtor X _____ Signature of Joint Debtor _____ Telephone Number (if not represented by attorney) _____ Date		Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11) <input type="checkbox"/> Exhibit A is attached and made a part of this petition	
Signature of Attorney X <u>/s/ John Wm. Butler, Jr.</u> Signature of Attorney for Debtor(s) <u>John Wm. Butler, Jr.</u> Printed Name of Attorney Debtor(s) Skadden, Arps, Slate, <u>Meagher & Flom LLP</u> Firm Name 333 West Wacker Drive, Suite 2100 <u>Chicago, Illinois 60606-1285</u> Address (312) 407-0700 Telephone Number October 8, 2005 Date		Exhibit B (To be completed if debtor is an individual whose debts are primary consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11 of the United States Code, and have explained the relief available under each such chapter. X _____ Signature of Attorney for Debtor(s) Date	
Signature of Attorney X <u>/s/ Kayalyn A. Marafioti</u> Signature of Attorney for Debtor(s) <u>Kayalyn A. Marafioti</u> Printed Name of Attorney Debtor(s) Skadden, Arps, Slate, <u>Meagher & Flom LLP</u> Firm Name Four Times Square <u>New York, New York 10036</u> Address (212) 735-3000 Telephone Number October 8, 2005 Date		Exhibit C Does the debtor own or have possession of any property that poses a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.	
Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11 of the United States Code, specified in this petition. X <u>/s/ John D. Sheehan</u> Signature of Authorized Individual <u>John D. Sheehan</u> Printed Name of Authorized Individual <u>Vice President and Chief Restructuring Officer</u> Title of Authorized Individual <u>October 8, 2005</u> Date		Signature of Non-Attorney Petition Preparer I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document. _____ Printed Name of Bankruptcy Petition Preparer _____ Social Security Number (Required by 11 U.S.C. § 110(c).) _____ Address Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document: If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person. X _____ Signature of Bankruptcy Petition Preparer _____ Date A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.	

SCHEDULE I

PENDING BANKRUPTCY CASES OF AFFILIATES

The following affiliates, which include the Debtor, have filed voluntary petitions under chapter 11 with this Court, on the date hereof:

ASEC Manufacturing General Partnership (Delaware)
ASEC Sales General Partnership (Delaware)
Aspire, Inc. (Michigan)
Delco Electronics Overseas Corporation (Delaware)
Delphi Automotive Systems (Holding), Inc. (Delaware)
Delphi Automotive Systems Global (Holding), Inc. (Delaware)
Delphi Automotive Systems Human Resources LLC (Delaware)
Delphi Automotive Systems International, Inc. (Delaware)
Delphi Automotive Systems Korea, Inc. (Delaware)
Delphi Automotive Systems LLC (Delaware)
Delphi Automotive Systems Overseas Corporation (Delaware)
Delphi Automotive Systems Risk Management Corp. (Delaware)
Delphi Automotive Systems Services LLC (Delaware)
Delphi Automotive Systems Tennessee, Inc. (Delaware)
Delphi Automotive Systems Thailand, Inc. (Delaware)
Delphi China LLC (Delaware)
Delphi Connection Systems (California)
Delphi Corporation (Delaware)
Delphi Diesel Systems Corp. (Delaware)
Delphi Electronics (Holding) LLC (Delaware)
Delphi Foreign Sales Corporation (Virgin Islands)
Delphi Integrated Service Solutions, Inc. (Michigan)
Delphi International Holdings Corp. (Delaware)
Delphi International Services, Inc. (Delaware)
Delphi Liquidation Holding Company (Delaware)
Delphi LLC (Delaware)
Delphi Mechatronic Systems, Inc. (Delaware)
Delphi Medical Systems Colorado Corporation (Colorado)
Delphi Medical Systems Corporation (Delaware)
Delphi Medical Systems Texas Corporation (Delaware)
Delphi NY Holding Corporation (New York)
Delphi Services Holding Corporation (Delaware)
Delphi Technologies, Inc. (Delaware)
DREAL, Inc. (Delaware)
Environmental Catalysts, LLC (Delaware)
Exhaust Systems Corporation (Delaware)
Packard Hughes Interconnect Company (Delaware)
Specialty Electronics International Ltd. (Virgin Islands)
Specialty Electronics, Inc. (South Carolina)

**ASEC MANUFACTURING
UNANIMOUS WRITTEN CONSENT
OF THE MANAGEMENT COMMITTEE**

Dated as of October 8, 2005

Pursuant to Section 5.6 of the Amended and Restated Partnership Agreement of ASEC Manufacturing, the undersigned, being all the members of the Management Committee (the "Committee") of ASEC Manufacturing, a Delaware general partnership (the "Partnership"), do hereby adopt, by this written consent, the following resolutions with the same force and effect as if they had been adopted at a duly convened meeting of the Committee and direct that this written consent be filed with the minutes of the proceedings of the Committee:

WHEREAS, the Committee has been presented with a proposed petition to be filed by the Partnership in the United States Bankruptcy Court for the Southern District of New York seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), in which the authority to operate as a debtor-in-possession will be sought;

WHEREAS, the Partnership will benefit by the borrowings and use of cash collateral under that certain Revolving Credit, Term Loan and Guaranty Agreement, to be dated the date of the filing of the petition pursuant to Chapter 11 of the Bankruptcy Code (the "Loan Agreement") and together with each other document, instrument or agreement executed by the Partnership or any Guarantor in connection therewith, the "Loan Documents"), among Delphi Corporation (the "Parent") (the ultimate parent of the Partnership), the Corporation, each a debtor and debtor-in-possession in a case to be filed under Chapter 11 of the Bankruptcy Code, and the other subsidiaries of the Parent signatory thereto (each a "Guarantor" and collectively with the Corporation, the "Guarantors"), each of which Guarantors will be a debtor and debtor-in-possession in a case to be filed under Chapter 11 of the Bankruptcy Code (the cases of the Parent and the Guarantors, each a "Case" and collectively, the "Cases"), JPMorgan Chase Bank, N.A. ("JPMCB"), Citigroup USA, Inc. ("CUSA"), each of the other financial institutions from time to time party hereto (together with JPMCB and CUSA, the "Lenders"), JPMCB, as administrative agent (in such capacity, the "Administrative Agent") for the Lenders, and CUSA, as syndication agent (in such capacity, the "Syndication Agent"; together, the Administrative Agent and the Syndication Agent are the "Agents") for the Lenders; which Loan Documents (A) provide the Parent with loan facilities of \$2,000,000,000,

comprised of (i) a revolving credit and letter of credit facility in an aggregate principal amount of \$1,750,000,000 as set forth therein and (ii) a term loan in an aggregate principal amount of \$250,000,000 as set forth therein, (B) require all of the Parent's obligations therein to be guaranteed by the Guarantors, and (C) provide for the proceeds therefrom to be used for working capital and for other general corporate purposes of the Parent and its Subsidiaries, including the making of pension contributions, adequate protection payments to the pre-petition lenders, and the payment of transaction costs, fees and expenses in respect of the contemplated transactions and the Cases and the payment of all Restructuring Costs (as defined in the Loan Agreement);

WHEREAS, the Committee has determined that it is in the best interests of this Partnership and its stakeholders that this Partnership file a petition seeking relief under the provisions of chapter 11 of title 11 of the Bankruptcy Code, in which the authority to operate as a debtor-in-possession would be sought.

NOW THEREFORE, BE IT RESOLVED, that this Partnership file a petition seeking relief under the provisions of chapter 11 of title 11 of the Bankruptcy Code, in which the authority to operate as a debtor-in-possession will be sought, and the filing of such petition is authorized hereby; and it is further

RESOLVED, that each of the chairman, secretary, assistant secretary, assistant treasurer, director and chief tax officer of the Partnership be appointed by the Committee as an authorized signatory (each, individually, an "Authorized Officer," and, collectively, the "Authorized Officers") in connection with the chapter 11 case authorized herein; and it is further

RESOLVED, that the Authorized Officers or any one of them be, and each of them hereby is, authorized, empowered and directed on behalf of this Partnership to execute and verify a petition in the name of the Partnership under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Southern District of New York in such form and at such time as the Authorized Officer executing said petition on behalf of this Partnership shall determine; and it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by any Authorized Officers or any other officers of the Partnership to seek relief under chapter 11 of the Bankruptcy Code or in connection with the chapter 11 case, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Partnership; and it is further

RESOLVED, that the terms and provisions of the Loan Documents, with such deletions or changes therein or additions thereto (substantial or otherwise) as the Authorized Officer executing the same may approve, are hereby adopted and approved in all respects; and that the Partnership hereby is authorized to enter into the Loan Documents and perform its obligations under the Loan Documents and to execute, authorize, deliver, verify, and/or file, or cause to be executed, authorized, delivered, verified and/or filed all necessary documents required to consummate the transactions contemplated thereby, and the Partnership is hereby authorized to borrow and to request letters of credit under the Loan Documents, and to pledge, mortgage or grant a lien or a security interest in, assets of the Partnership as security for such borrowing; and it is further

RESOLVED, that each and every officer, including the Authorized Officers, of the Partnership be, and each of them, acting alone, is hereby authorized, directed and empowered from time to time in the name and on behalf of the Partnership to take any and all such actions, and to execute and deliver or cause to be executed and delivered under seal of the Partnership or otherwise, any and all such other documents, agreements, certificates, writings and instruments to be delivered in connection with the Loan Documents (including, without limitation, any amendments, supplements or modifications to the Loan Documents and such other documents, agreements, certificates, writings and instruments to be delivered in connection therewith), and to grant the security interests in or liens on any real or personal property of the Partnership now or hereafter acquired as contemplated by the Loan Documents, with full authority to indorse, assign or guarantee any of the foregoing in the name of the Partnership, in each case, as any such officer may deem necessary or advisable to carry out the intent and purposes of the immediately foregoing resolution, his or her execution and delivery thereof to be conclusive evidence that he or she deems it necessary or advisable, his or her execution and delivery thereof to be conclusive evidence of his or her authority to so act and of his or her approval thereof; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered to execute, deliver and perform for and on behalf of the Partnership, as a debtor and debtor-in-possession, such agreements, instruments and any and all other documents and amendments necessary or appropriate to facilitate the transactions contemplated by the foregoing resolutions, containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or appropriate by the Authorized Officer or Authorized Officers so acting; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered to authorize the Agent (as defined in the Loan Agreement) to file any Uniform Commercial Code (the "UCC") financing statement the Agent deems necessary or convenient to perfect any lien or security interest granted under any agreement of the Partnership granting security to the Agent for the benefit of the Lenders, including any such UCC financing statement containing a super-generic description of collateral, such as "all assets", "all property now or hereafter acquired" and other similar descriptions of like import and to execute and deliver, and to record or authorize the recording of, such mortgages and deeds of trust in respect of real property of the Partnership and such other filing in respect of intellectual and other property of the Partnership, in each case as the Agent may reasonably request to perfect the security interests of the Agent and the Lenders under the Loan Documents; and it is further

RESOLVED, that the Partnership as an indirect wholly-owned subsidiary of Parent, hereby is authorized and empowered to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered all such further agreements, consents, resolutions, documents, certificates and undertakings, and to incur all such fees and expenses as in its judgment shall be necessary, appropriate or advisable to cause and authorize the Partnership to guaranty, including, without limitation, any guaranty required by the Agent as a condition of the Lenders entry into the Loan Documents, the borrowing by the Parent of funds from a Lender or Lenders as any Authorized Officer of the Partnership or Parent deems appropriate, and obtain the use of cash collateral in such amounts, from such lender or lenders and on such terms as may be approved by any one or more of the Authorized Officers as reasonably necessary for the continuing conduct of the affairs of the Partnership and Parent and the Partnership may grant security interests in and liens upon all or any portion of its assets as may be deemed necessary by any one or more of the Authorized Officers in connection with such borrowings or the use of such cash collateral, including, without limitation, any grant of security, liens or mortgages required by the Agent as a condition of the Lenders entry into the Loan Documents; and it is further

RESOLVED, that Rothschild, Inc. be, and hereby are, employed as financial advisors and investment bankers for the Partnership in the chapter 11 case; and it is further

RESOLVED, that the law firm of Skadden, Arps, Slate, Meagher & Flom LLP and its affiliates be, and hereby are, employed under general retainer as attorneys for the Partnership in the chapter 11 case; and it is further

RESOLVED, that the law firm of Shearman & Sterling LLP be, and hereby are, employed as special counsel for the Partnership in the chapter 11 case; and it is further

RESOLVED, that FTI Consulting, Inc. be, and hereby are, employed as restructuring advisor for the Partnership in the chapter 11 case; and it is further

RESOLVED, that the Authorized Officers of the Partnership be, and each of them, with full authority to act without the others, hereby is, authorized, in the name and on behalf of the Partnership, to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered all such further agreements, documents, certificates and undertakings, and to incur and pay or cause to be paid all such fees and expenses as in their judgment shall be necessary, appropriate or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions; and it is further

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Officers of the Partnership, each of the Authorized Officers of the Partnership be, and they hereby are, authorized and directed to take or perform or cause to be taken or performed all such further actions, to execute and deliver or cause to be executed and delivered all such further certificates, agreements, instruments and documents in the name and on behalf of the Partnership, to incur and pay or cause to be paid all such fees and expenses as in their judgment shall be necessary or advisable in order to carry out fully the intent and purposes of the foregoing resolutions; and it is further

RESOLVED, that all actions heretofore taken consistent with the purpose and intent of the foregoing resolutions are hereby ratified, confirmed and approved in all respects as the acts and deeds of the Partnership; and it is further

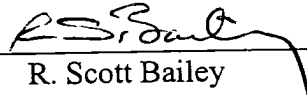
RESOLVED, that this consent may be signed in any number of counterparts, each of which shall be an original and all of which, taken together, shall constitute one and the same instrument and that once signed, this consent shall be filed with the corporate records of the Partnership; and it is further

RESOLVED, that the foregoing resolutions shall be effective upon, and only in the event that, the Parent resolves to file a petition seeking relief under the provisions of chapter 11 of title 11 of the Bankruptcy Code.

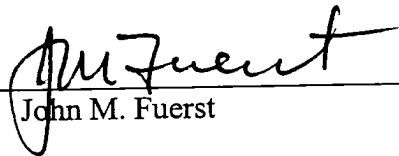
When signed by all members of the Partnership's Management Committee this unanimous written consent shall be effective as of the date first written above.

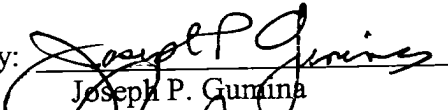
[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned have executed this unanimous written consent of the Management Committee as of the date first written above.

By: 
R. Scott Bailey

By: _____
William Steven Bowers

By: 
John M. Fuerst

By: 
Joseph P. Gurnina

By: 
Guy C. Hachey

IN WITNESS WHEREOF, the undersigned have executed this unanimous
written consent of the Management Committee as of the date first written above.

By: _____
R. Scott Bailey

By: _____
William Steven Bowers

By: _____
John M. Fuerst

By: _____
Joseph P. Gumina

By: _____
Guy C. Hachey

**CONSOLIDATED LIST OF CREDITORS HOLDING
THE FIFTY LARGEST UNSECURED CLAIMS**

Following is a list of the Debtors' creditors holding the fifty largest unsecured claims on a consolidated basis with its debtor-affiliates.¹ The list is prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing a chapter 11 case. This list does not include (1) persons who come within the definition of an "insider" set forth in 11 U.S.C. § 101(31), or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the fifty largest unsecured claims.

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
1.	General Motors Corporation 300 Renaissance Center P.O. Box 300 Detroit, MI 48265-3000 Tel: 313-665-4898 (Legal) Tel: 313-556-5000 (Main) Fax: 517-272-3709	John Devine, CFO	Trade, Warranty, and Other	Contingent and Unliquidated	Unknown
2.	International Union of Electronic, Electrical, Salaried, Machine and Furniture Workers – Communications Workers of America 501 3rd Street N.W., 6th Floor Washington, D.C. 20001 Tel: 202-434-1156 Fax: 202-434-1343	James D. Clark, President	Wages and Benefits	Contingent and Unliquidated	Unknown
3.	Pension Benefit Guaranty Corp 1200 K Street, N.W. Washington, D.C. 20005 Tel: 202-326-4020 Fax: 202-326-4112	Jeffrey Cohen, Chief Counsel	Guaranty	Contingent and Unliquidated	Unknown

¹ All claims of affiliates are reported on a consolidated basis.

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
4.	United Auto Workers 8000 E. Jefferson Detroit, MI 48214 Tel: 313-926-5000 Fax: 313-823-6016	Richard Shoemaker, Vice President & Director GM Department	Wages and Benefits	Contingent and Unliquidated	Unknown
5.	United Steel Workers 5 Gateway Center Pittsburgh, PA 15222 Tel: 412-562-2400 Fax: 412-562-2484	Leo W. Gerard, President	Wages and Benefits	Contingent and Unliquidated	Unknown
6.	Wilmington Trust Company Corporate Trust Office 1100 North Market Street Rodney Square North, Wilmington, DE 19890 Tel: 302-636-6058 Fax: 302-636-4143	Steven M. Cimalore, Vice President	Notes		\$2,000,000,000
7.	Law Debenture Trust Company of New York Corporate Trust Office 780 Third Ave, 31st Floor New York, NY 10017 Tel: 212-750-6474 Fax: 212-750-1361 and Wilmington Trust Company Corporate Trust Office 1100 North Market Street Rodney Square North, Wilmington, DE 19890 Tel: 302-636-6058 Fax: 302-636-4143	Patrick Healy, Vice President and Steven M. Cimalore, Vice President	Junior Subordinated Notes		\$412,371,975

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
8.	Flextronics International Asia Pacific 2 Robbins Road Westford, MA 01886 Tel: 978-392-3015 Fax: 978-392-3011	Joe Minville, Sr. Director, Business Development, Global Automotive Markets	Trade		\$40,781,535
9.	Freescale Semiconductor Inc 6501 William Cannon Drive West Austin, TX 78735-8598 Tel: 512-895-2093 Fax: 512-895-8746	Paul Grimme, Senior Vice President and General Manager, Transportation and Standard Products Group	Trade		\$22,710,027
10.	Robert Bosch Corporation 38000 Hills Tech Drive Farmington Hills, MI 48331-3417 Tel: 248-848-2555 Fax: 248-848-6505	Linda Lynch, Sales Manager, General Motors N.A.	Trade		\$15,069,265
11.	Siemens Automotive Ltd 2400 Executive Hill Blvd. Auburn Hills, MI 48326-2980 Tel: 248-209-5874 Fax: 248-209-7877	Peter H. Huizinga, Sales Manager, North American Sales	Trade		\$13,619,300
12.	PBR Automotive USA Pacific Group Ltd 140 Ellen Drive Orion Township, MI 48359 Tel: 248-340-1290 Fax: 248-377-4939	Gordon Diag, VP	Trade		\$10,542,285
13.	DMC 2 Canada Corporation 2347 Commercial Drive Auburn Hills, MI 48326 Tel: 248-292-2261 Fax: 248-340-2471	Bill Staron, Senior VP	Trade		\$8,976,696

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
14.	NEC Electronics Inc Three Galleria Tower 13155 Noel Road, Ste 1100 Dallas, TX 75240 Tel: 972-855-5126 Fax: 972-655-5133	Jim Trent, General Manager, Automotive SBU	Trade		\$8,896,819
15.	HSS LLC 5446 Dixie Highway Saginaw, MI 48601 Tel: 989-777-2983 Fax: 989-777-4818	David Bader, President	Trade		\$8,296,550
16.	Tyco Electronics Corp Amperestrabe 12-14 Bensheim, Germany D-64625 Tel: 49-0-62-51-133-1-202 Fax: 49-0-62-51-133-1-548 and P.O. Box 3608 Harrisburg, PA 17105-3608 Tel: 717-592-2298 Fax: 717-592-7555	Dr. Jurgen W. Gromer, Vice President Tyco International Ltd., President and CEO Tyco Electronics Corp.	Trade		\$8,278,304
17.	Molex Inc 222 Wellington Court Lisle, IL 60532-1682 Tel: 630-718-5888 Fax: 630-813-5888	Ron Schubel, Executive Vice President, President Americas Region	Trade		\$8,014,656
18.	Panasonic Automotive 26455 American Drive Southfield, MI 48034 Tel: 248-447-7111 Fax: 248-447-7008	Vince Sarrecchia, President, Headquarters	Trade		\$7,429,854

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
19.	Olin Corp 427 N Shamrock Street East Alton, IL 62024-1174 Tel: 618-258-26664 Fax: 618-258-3481	Devin Denner, Sales Manager	Trade		\$7,231,721
20.	Methode Electronics Inc 7401 W. Wilson Chicago, IL 60706 Tel: 708-867-6777 Fax: 708-867-3288	Don Duda, President	Trade		\$6,397,471
21.	SGS Thompson Victor Park West 19575 Victor Parkway Livonia, MI 48152 Tel: 734-953-1711 Fax: 734-462-4034	Scott Shilling, Sales Director	Trade		\$6,386,126
22.	Philips Semiconductors 1817 Dogwood Drive Kokomo, IN 46902 Tel: 765-868-3861 Fax: 765-452-9915	Sam L. Trency, Global Account Manager, Kokomo	Trade		\$6,242,258
23.	Infineon Technologies P.O. Box 80 09 49 Munich, Germany 81609 Tel: 49-0-89-234-8-52-00 Fax: 49-0-89-234-8-52-02 and St.-Martin-Strasse 53 Munich, Germany 81669	Peter Bauer, Executive Vice President	Trade		\$5,582,352

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
24.	Aw Transmission Engineering Aisin Seiki Co Ltd Metro West Industrial Park 14933 Keel St Plymouth, MI 48170 Tel: 734-416-1162 Fax: 734-416-3844	Ryo Ishibashi, Sales Contact and Kenji Ito, VP and Larry Khaykin, Sr. Sales Manager	Trade		\$5,509,700
25.	Applied Bio Systems 850 Lincoln Centre Drive Foster City, CA 94404 Tel: 650-638-6431 Fax: 650-638-5998	Ann Wagoner	Trade		\$5,491,366
26.	Alps Automotive Inc 1500 Atlantic Blvd. Auburn Hills, MI 48326 Tel: 248-393-7626 Fax: 248-391-1564	Muneki Ishida, General Sales Manager	Trade		\$5,182,441
27.	Texas Instruments Inc 12900 North Meridian Street Suite 175 Ms 4070 Carmel, IN 46032 Tel: 317-574-2626 Fax: 317-573-6410	Brent Mewhinney, US Automotive Sales Manager	Trade		\$5,041,608
28.	Hitachi Automotive 955 Warwick Rd Harrodsburg, KY 40330 Tel: 248-482-0085 Fax: 248-474-5097 and 34500 Grand River Avenue Farmington Hills, MI 48335	Darrell Seitz, Senior Account Manager	Trade		\$4,979,093

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
29.	Sharp Electronics Corp 2613-1, Chinomoto, Cho, Tenri Nara, Japan 632-8567 Tel: 81-743-65-4317 Fax: 81-743-65-2809	Akihiko Imaiya, Group Deputy General Manager	Trade		\$4,974,247
30.	Semiconductor Components 2000 S County Trail East Greenwich, RI 02818 Tel: 734-953-6848 Fax: 734-953-6860	Lance Williams, Director of Sales	Trade		\$4,865,672
31.	TRW Automotive 12000 Tech Center Drive Livonia, MI 48150 Tel: 734-266-3507 Fax: 734-266-5704	John Nielsen, Director, Sales	Trade		\$4,821,907
32.	ISI of Indiana Inc 1212 East Michigan St. Indianapolis, IN 46202 Tel: 317-631-7980 Fax: 317-631-7981	Brad Countryman	Trade		\$4,760,039
33.	Traxle Manufacturing Ltd 25300 Telegraph Rd. Ste 450 Raleigh Office Center Southfield, MI 48034 Tel: 248-355-3533 Fax: 248-355-3558	Russ Pollack, Director of Sales	Trade		\$4,744,747
34.	Waupaca Foundry Inc 311 S Tower Rd Waupaca, WI 54981-0249 Tel: 715-258-6611 Fax: 715-258-1712	Gary Thoe, Chairman	Trade		\$4,684,195

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
35.	Hitachi Chemical Asia Pacific Bedok Plant: 20, Bedock South Road Singapore, Singapore 469277 Tel: 6241-9811 Fax: 5455-407 and Loyang Plant: 32, Loyang Way Singapore, Singapore 508730 Tel: 6542-8511	Y. Yokoya, Deputy Managing Director	Trade		\$4,562,688
36.	American Axle & Manufacturing Inc. One Dauch Drive Detroit, MI 48211-1198 Tel: 313-758-4217 Fax: 313-974-2870	Joel Robinson President and Bob Finn, CEO	Trade		\$4,525,561
37.	TDK Corporation Of America 1221 Business Center Drive Mount Prospect, IL 60056 Tel: 847-803-6100 Fax: 847-803-1125	Frank H. Avant, President	Trade		\$4,466,206
38.	Pioneer Industrial Components (Pioneer Automotive Electronics Sales, Inc.) 22630 Haggerty Road Farmington, MI 48335 Tel: 248-449-6799 Fax: 248-449-1940	Kevin M. Martin Senior VP, Sales	Trade		\$4,189,855
39.	Fujitsu Ten Corporation 46029 Five Mile Road Plymouth, MI 48170 Tel: 734-414-6651 Fax: 734-414-6660	Chet Korzeniewski V.P., Sales and Marketing	Trade		\$4,156,580

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
40.	Solectron De Mexico SA de CV Solectron Invotronics 26525 American Drive Southfield, MI 48034 Tel: 248-263-8714 Fax: 248-263-8701	Ed Mike, Sales Manager	Trade		\$4,129,744
41.	TI Group Automotive System 12345 E Nine Mile Warren, MI 48090 Tel: 586-755-8312 Fax: 586-427-3175	Tim Kuppler, Vice President	Trade		\$3,990,388
42.	Timken Company 31100 Telegraph Road, Suite 270 Bingham Farms, MI 48025 Tel: 248-554-4882 Fax: 248-433-2253	Brian Ruel, Director, Sales	Trade		\$3,619,957
43.	Engelhard Corporation 101 Wood Ave Iselin, NJ 08830 Tel: 732-205-6497 Fax: 732-906-0337	Barry Perry, Chairman & CEO	Trade		\$3,577,915
44.	Cataler North America Corp. 7800 Chihama Kakegawa-City Shizuoka, Japan Tel: 81-537-72-3131 Fax: 81-537-72-2829	Hironobu Ono, President	Trade		\$3,462,855
45.	Pechiney Rolled Products 39111 W Six Mile Rd. Livonia, MI 48152 Tel: 734-632-8484 Fax: 734-632-8483	Jim Offer, Sales Manager	Trade		\$3,393,879
46.	Autocam Corporation East Paris Avenue Kentwood, MI 49512 Tel: 616-541-8551 Fax: 616-698-6876	Scott Dekoker, Customer Manager	Trade		\$3,352,518

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
47.	Futaba Corp Of America 2865 Wall Triana Hwy Huntsville, AL 35824 Tel: 256-461-7348 Fax: 256-461-7741	Joe M. Dorris, President	Trade		\$3,350,622
48.	Victory Packaging 3555 Timmons Lane Suite 1440 Houston, TX 77027 Tel: 713-961-3299 Fax: 713-961-3824	Robert Egan, President	Trade		\$3,327,441
49.	Murata Electronics North 2200 Lake Park Drive Smyrna, GA 30080-7604 Tel: 770-433-7846 Fax: 678-842-6625	David M. McGinnis, Director Automotive Sales	Trade		\$3,234,841
50.	Niles USA Inc 41129 Jo Drive Novi, MI 48375 Tel: 248-427-9700 Fax: 248-427-9701	Michael Rudnicki, Account Manager and Scot McColl, Business Unit Manager	Trade		\$3,171,181

**DECLARATION CONCERNING THE DEBTOR'S LIST OF CREDITORS
HOLDING THE FIFTY LARGEST UNSECURED CLAIMS**

I, John D. Sheehan, am the Vice President and Chief Restructuring Officer of Delphi Corporation and in such capacity am familiar with the financial affairs of the Debtors. I have reviewed the foregoing List of Creditors Holding the Fifty Largest Unsecured Claims, and declare that the information contained therein is true and correct to the best of my knowledge, belief and understanding.

Dated: October 8, 2005

s/ John D. Sheehan

John D. Sheehan
Vice President and Chief
Restructuring Officer

Delphi Corporation

FORM B1 United States Bankruptcy Court Southern District of New York		Voluntary Petition																	
Name of Debtor (if individual, enter Last, First, Middle): ASEC Sales General Partnership		Name of Joint Debtor (Spouse) (Last, First, Middle):																	
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names): Delphi Catalyst		All Other Names used by the Joint Debtor in the last 6 years (include married, maiden, and trade names):																	
Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all): 73-1474151		Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all):																	
Street Address of Debtor (No. & Street, City, State & Zip Code): ASEC Sales General Partnership 1301 Main Parkway Catoosa, Oklahoma 74015		Street Address of Joint Debtor (No. & Street, City, State & Zip Code):																	
County of Residence or of the Principal Place of Business: Rogers and Wagoner Counties, Oklahoma		County of Residence or of the Principal Place of Business:																	
Mailing Address of Debtor (if different from street address): Same as Street Address		Mailing Address of Joint Debtor (if different from street address):																	
Location of Principal Assets of Business Debtor (if different from street address above): Same as Street Address																			
Information Regarding the Debtor (Check the Applicable Boxes)																			
Venue (Check any applicable box) <input type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.																			
Type of Debtor (Check all boxes that apply) <input type="checkbox"/> Individual(s) <input type="checkbox"/> Railroad <input type="checkbox"/> Corporation <input type="checkbox"/> Stockbroker <input checked="" type="checkbox"/> Partnership <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Other _____ <input type="checkbox"/> Clearing Bank		Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304 – Case ancillary to foreign proceeding																	
Nature of Debts (Check one box) <input type="checkbox"/> Consumer/Non-Business <input checked="" type="checkbox"/> Business		Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3.																	
Chapter 11 Small Business (Check all boxes that apply) <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 1121(e) (Optional)																			
Statistical/Administrative Information (Estimates only)* <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY																	
<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="text-align: right;">Estimated Number of Creditors</td> <td style="text-align: center;">1-15 <input type="checkbox"/></td> <td style="text-align: center;">16-49 <input type="checkbox"/></td> <td style="text-align: center;">50-99 <input type="checkbox"/></td> <td style="text-align: center;">100-199 <input type="checkbox"/></td> <td style="text-align: center;">200-999 <input type="checkbox"/></td> <td style="text-align: center;">1000-over <input checked="" type="checkbox"/></td> </tr> </table>			Estimated Number of Creditors	1-15 <input type="checkbox"/>	16-49 <input type="checkbox"/>	50-99 <input type="checkbox"/>	100-199 <input type="checkbox"/>	200-999 <input type="checkbox"/>	1000-over <input checked="" type="checkbox"/>										
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More than \$100 million	<input type="checkbox"/>																		

* The books and records of ASEC Sales General Partnership are consolidated with those of its affiliates (Exhaust Systems Corporation, ASEC Manufacturing General Partnership and Environmental Catalysts, LLC), which have also filed voluntary petitions in the Southern District of New York. Accordingly, the statistical/administrative information for each of these affiliates are reflected on a consolidated basis.

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): ASEC Sales General Partnership	
Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)			
Location Where Filed: NONE		Case Number: N/A	
Date Filed: N/A		Date Filed: N/A	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: See Schedule I attached		Case Number: Pending	
District: Southern District of New York		Relationship: Affiliate	
Date Filed: Date hereof		Judge: 	

SIGNATURES Signature(s) of Debtor(s) (Individual/Joint) I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11 of the United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter of title 11 of the United States Code, specified in this petition. X _____ Signature of Debtor X _____ Signature of Joint Debtor _____ Telephone Number (if not represented by attorney) _____ Date		Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11) <input type="checkbox"/> Exhibit A is attached and made a part of this petition Exhibit B (To be completed if debtor is an individual whose debts are primary consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11 of the United States Code, and have explained the relief available under each such chapter. X _____ Signature of Attorney for Debtor(s) _____ Date	
Signature of Attorney X <u>/s/ John Wm. Butler, Jr.</u> Signature of Attorney for Debtor(s) <u>John Wm. Butler, Jr.</u> Printed Name of Attorney Debtor(s) <u>Skadden, Arps, Slate, Meagher & Flom LLP</u> Firm Name <u>333 West Wacker Drive, Suite 2100</u> <u>Chicago, Illinois 60606-1285</u> Address <u>(312) 407-0700</u> Telephone Number <u>October 8, 2005</u> Date		Signature of Attorney X <u>/s/ Kayalyn A. Marafioti</u> Signature of Attorney for Debtor(s) <u>Kayalyn A. Marafioti</u> Printed Name of Attorney Debtor(s) <u>Skadden, Arps, Slate, Meagher & Flom LLP</u> Firm Name <u>Four Times Square</u> <u>New York, New York 10036</u> Address <u>(212) 735-3000</u> Telephone Number <u>October 8, 2005</u> Date	
Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11 of the United States Code, specified in this petition. X <u>/s/ John D. Sheehan</u> Signature of Authorized Individual <u>John D. Sheehan</u> Printed Name of Authorized Individual <u>Vice President and Chief Restructuring Officer</u> Title of Authorized Individual <u>October 8, 2005</u> Date		Exhibit C Does the debtor own or have possession of any property that poses a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No. Signature of Non-Attorney Petition Preparer I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document. _____ Printed Name of Bankruptcy Petition Preparer _____ Social Security Number (Required by 11 U.S.C. § 110(c).) _____ Address Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document: If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person. X _____ Signature of Bankruptcy Petition Preparer _____ Date A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.	

SCHEDULE I

PENDING BANKRUPTCY CASES OF AFFILIATES

The following affiliates, which include the Debtor, have filed voluntary petitions under chapter 11 with this Court, on the date hereof:

ASEC Manufacturing General Partnership (Delaware)
ASEC Sales General Partnership (Delaware)
Aspire, Inc. (Michigan)
Delco Electronics Overseas Corporation (Delaware)
Delphi Automotive Systems (Holding), Inc. (Delaware)
Delphi Automotive Systems Global (Holding), Inc. (Delaware)
Delphi Automotive Systems Human Resources LLC (Delaware)
Delphi Automotive Systems International, Inc. (Delaware)
Delphi Automotive Systems Korea, Inc. (Delaware)
Delphi Automotive Systems LLC (Delaware)
Delphi Automotive Systems Overseas Corporation (Delaware)
Delphi Automotive Systems Risk Management Corp. (Delaware)
Delphi Automotive Systems Services LLC (Delaware)
Delphi Automotive Systems Tennessee, Inc. (Delaware)
Delphi Automotive Systems Thailand, Inc. (Delaware)
Delphi China LLC (Delaware)
Delphi Connection Systems (California)
Delphi Corporation (Delaware)
Delphi Diesel Systems Corp. (Delaware)
Delphi Electronics (Holding) LLC (Delaware)
Delphi Foreign Sales Corporation (Virgin Islands)
Delphi Integrated Service Solutions, Inc. (Michigan)
Delphi International Holdings Corp. (Delaware)
Delphi International Services, Inc. (Delaware)
Delphi Liquidation Holding Company (Delaware)
Delphi LLC (Delaware)
Delphi Mechatronic Systems, Inc. (Delaware)
Delphi Medical Systems Colorado Corporation (Colorado)
Delphi Medical Systems Corporation (Delaware)
Delphi Medical Systems Texas Corporation (Delaware)
Delphi NY Holding Corporation (New York)
Delphi Services Holding Corporation (Delaware)
Delphi Technologies, Inc. (Delaware)
DREAL, Inc. (Delaware)
Environmental Catalysts, LLC (Delaware)
Exhaust Systems Corporation (Delaware)
Packard Hughes Interconnect Company (Delaware)
Specialty Electronics International Ltd. (Virgin Islands)
Specialty Electronics, Inc. (South Carolina)

**ASEC SALES
UNANIMOUS WRITTEN CONSENT
OF THE MANAGEMENT COMMITTEE**

Dated as of October 5, 2005

Pursuant to Section 5.6 of the Amended and Restated Partnership Agreement of ASEC Sales, the undersigned, being all the members of the Management Committee (the "Committee") of ASEC Sales, a Delaware general partnership (the "Partnership"), do hereby adopt, by this written consent, the following resolutions with the same force and effect as if they had been adopted at a duly convened meeting of the Committee and direct that this written consent be filed with the minutes of the proceedings of the Committee:

WHEREAS, the Committee has been presented with a proposed petition to be filed by the Partnership in the United States Bankruptcy Court for the Southern District of New York seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), in which the authority to operate as a debtor-in-possession will be sought;

WHEREAS, the Partnership will benefit by the borrowings and use of cash collateral under that certain Revolving Credit, Term Loan and Guaranty Agreement, to be dated the date of the filing of the petition pursuant to Chapter 11 of the Bankruptcy Code (the "Loan Agreement") and together with each other document, instrument or agreement executed by the Partnership or any Guarantor in connection therewith, the "Loan Documents"), among Delphi Corporation (the "Parent") (the ultimate parent of the Partnership), the Corporation, each a debtor and debtor-in-possession in a case to be filed under Chapter 11 of the Bankruptcy Code, and the other subsidiaries of the Parent signatory thereto (each a "Guarantor" and collectively with the Corporation, the "Guarantors"), each of which Guarantors will be a debtor and debtor-in-possession in a case to be filed under Chapter 11 of the Bankruptcy Code (the cases of the Parent and the Guarantors, each a "Case" and collectively, the "Cases"), JPMorgan Chase Bank, N.A. ("JPMCB"), Citigroup USA, Inc. ("CUSA"), each of the other financial institutions from time to time party hereto (together with JPMCB and CUSA, the "Lenders"), JPMCB, as administrative agent (in such capacity, the "Administrative Agent") for the Lenders, and CUSA, as syndication agent (in such capacity, the "Syndication Agent"; together, the Administrative Agent and the Syndication Agent are the "Agents") for the Lenders; which Loan Documents (A) provide the Parent with loan facilities of \$2,000,000,000,

comprised of (i) a revolving credit and letter of credit facility in an aggregate principal amount of \$1,750,000,000 as set forth therein and (ii) a term loan in an aggregate principal amount of \$250,000,000 as set forth therein, (B) require all of the Parent's obligations therein to be guaranteed by the Guarantors, and (C) provide for the proceeds therefrom to be used for working capital and for other general corporate purposes of the Parent and its Subsidiaries, including the making of pension contributions, adequate protection payments to the pre-petition lenders, and the payment of transaction costs, fees and expenses in respect of the contemplated transactions and the Cases and the payment of all Restructuring Costs (as defined in the Loan Agreement);

WHEREAS, the Committee has determined that it is in the best interests of this Partnership and its stakeholders that this Partnership file a petition seeking relief under the provisions of chapter 11 of title 11 of the Bankruptcy Code, in which the authority to operate as a debtor-in-possession would be sought.

NOW THEREFORE, BE IT RESOLVED, that this Partnership file a petition seeking relief under the provisions of chapter 11 of title 11 of the Bankruptcy Code, in which the authority to operate as a debtor-in-possession will be sought, and the filing of such petition is authorized hereby; and it is further

RESOLVED, that each of the chairman, secretary, assistant secretary, assistant treasurer, director and chief tax officer of the Partnership be appointed by the Committee as an authorized signatory (each, individually, an "Authorized Officer," and, collectively, the "Authorized Officers") in connection with the chapter 11 case authorized herein; and it is further

RESOLVED, that the Authorized Officers or any one of them be, and each of them hereby is, authorized, empowered and directed on behalf of this Partnership to execute and verify a petition in the name of the Partnership under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Southern District of New York in such form and at such time as the Authorized Officer executing said petition on behalf of this Partnership shall determine; and it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by any Authorized Officers or any other officers of the Partnership to seek relief under chapter 11 of the Bankruptcy Code or in connection with the chapter 11 case, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Partnership; and it is further

RESOLVED, that the terms and provisions of the Loan Documents, with such deletions or changes therein or additions thereto (substantial or otherwise) as the Authorized Officer executing the same may approve, are hereby adopted and approved in all respects; and that the Partnership hereby is authorized to enter into the Loan Documents and perform its obligations under the Loan Documents and to execute, authorize, deliver, verify, and/or file, or cause to be executed, authorized, delivered, verified and/or filed all necessary documents required to consummate the transactions contemplated thereby, and the Partnership is hereby authorized to borrow and to request letters of credit under the Loan Documents, and to pledge, mortgage or grant a lien or a security interest in, assets of the Partnership as security for such borrowing; and it is further

RESOLVED, that each and every officer, including the Authorized Officers, of the Partnership be, and each of them, acting alone, is hereby authorized, directed and empowered from time to time in the name and on behalf of the Partnership to take any and all such actions, and to execute and deliver or cause to be executed and delivered under seal of the Partnership or otherwise, any and all such other documents, agreements, certificates, writings and instruments to be delivered in connection with the Loan Documents (including, without limitation, any amendments, supplements or modifications to the Loan Documents and such other documents, agreements, certificates, writings and instruments to be delivered in connection therewith), and to grant the security interests in or liens on any real or personal property of the Partnership now or hereafter acquired as contemplated by the Loan Documents, with full authority to indorse, assign or guarantee any of the foregoing in the name of the Partnership, in each case, as any such officer may deem necessary or advisable to carry out the intent and purposes of the immediately foregoing resolution, his or her execution and delivery thereof to be conclusive evidence that he or she deems it necessary or advisable, his or her execution and delivery thereof to be conclusive evidence of his or her authority to so act and of his or her approval thereof; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered to execute, deliver and perform for and on behalf of the Partnership, as a debtor and debtor-in-possession, such agreements, instruments and any and all other documents and amendments necessary or appropriate to facilitate the transactions contemplated by the foregoing resolutions, containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or appropriate by the Authorized Officer or Authorized Officers so acting; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered to authorize the Agent (as defined in the Loan Agreement) to file any Uniform Commercial Code (the "UCC") financing statement the Agent deems necessary or convenient to perfect any lien or security interest granted under any agreement of the Partnership granting security to the Agent for the benefit of the Lenders, including any such UCC financing statement containing a super-generic description of collateral, such as "all assets", "all property now or hereafter acquired" and other similar descriptions of like import and to execute and deliver, and to record or authorize the recording of, such mortgages and deeds of trust in respect of real property of the Partnership and such other filing in respect of intellectual and other property of the Partnership, in each case as the Agent may reasonably request to perfect the security interests of the Agent and the Lenders under the Loan Documents; and it is further

RESOLVED, that the Partnership as the wholly-owned subsidiary of Parent, hereby is authorized and empowered to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered all such further agreements, consents, resolutions, documents, certificates and undertakings, and to incur all such fees and expenses as in its judgment shall be necessary, appropriate or advisable to cause and authorize the Partnership to guaranty, including, without limitation, any guaranty required by the Agent as a condition of the Lenders entry into the Loan Documents, the borrowing by the Parent of funds from a Lender or Lenders as any Authorized Officer of the Partnership or Parent deems appropriate, and obtain the use of cash collateral in such amounts, from such lender or lenders and on such terms as may be approved by any one or more of the Authorized Officers as reasonably necessary for the continuing conduct of the affairs of the Partnership and Parent and the Partnership may grant security interests in and liens upon all or any portion of its assets as may be deemed necessary by any one or more of the Authorized Officers in connection with such borrowings or the use of such cash collateral, including, without limitation, any grant of security, liens or mortgages required by the Agent as a condition of the Lenders entry into the Loan Documents; and it is further

RESOLVED, that Rothschild, Inc. be, and hereby are, employed as financial advisors and investment bankers for the Partnership in the chapter 11 case; and it is further

RESOLVED, that the law firm of Skadden, Arps, Slate, Meagher & Flom LLP and its affiliates be, and hereby are, employed under general retainer as attorneys for the Partnership in the chapter 11 case; and it is further

RESOLVED, that the law firm of Shearman & Sterling LLP be, and hereby are, employed as special counsel for the Partnership in the chapter 11 case; and it is further

RESOLVED, that FTI Consulting, Inc. be, and hereby are, employed as restructuring advisor for the Partnership in the chapter 11 case; and it is further

RESOLVED, that the Authorized Officers of the Partnership be, and each of them, with full authority to act without the others, hereby is, authorized, in the name and on behalf of the Partnership, to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered all such further agreements, documents, certificates and undertakings, and to incur and pay or cause to be paid all such fees and expenses as in their judgment shall be necessary, appropriate or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions; and it is further

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Officers of the Partnership, each of the Authorized Officers of the Partnership be, and they hereby are, authorized and directed to take or perform or cause to be taken or performed all such further actions, to execute and deliver or cause to be executed and delivered all such further certificates, agreements, instruments and documents in the name and on behalf of the Partnership, to incur and pay or cause to be paid all such fees and expenses as in their judgment shall be necessary or advisable in order to carry out fully the intent and purposes of the foregoing resolutions; and it is further

RESOLVED, that all actions heretofore taken consistent with the purpose and intent of the foregoing resolutions are hereby ratified, confirmed and approved in all respects as the acts and deeds of the Partnership; and it is further

RESOLVED, that this consent may be signed in any number of counterparts, each of which shall be an original and all of which, taken together, shall constitute one and the same instrument and that once signed, this consent shall be filed with the corporate records of the Partnership; and it is further

RESOLVED, that the foregoing resolutions shall be effective upon, and only in the event that, the Parent resolves to file a petition seeking relief under the provisions of chapter 11 of title 11 of the Bankruptcy Code.

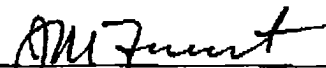
When signed by all members of the Partnership's Management Committee this unanimous written consent shall be effective as of the date first written above.

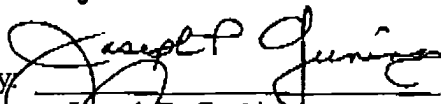
[SIGNATURE PAGE FOLLOWS]

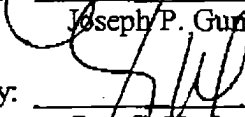
IN WITNESS WHEREOF, the undersigned have executed this unanimous written consent of the Management Committee as of the date first written above.

By: 
R. Scott Bailey

By: _____
William Steven Bowers

By: 
John M. Fuerst

By: 
Joseph P. Gurnina

By: 
Guy C. Hadney

IN WITNESS WHEREOF, the undersigned have executed this unanimous written consent of the Management Committee as of the date first written above.

By: _____
R. Scott Bailey

By: _____
William Steven Bowers

By: _____
John M. Fuerst

By: _____
Joseph P. Gumina

By: _____
Guy C. Hachey

**CONSOLIDATED LIST OF CREDITORS HOLDING
THE FIFTY LARGEST UNSECURED CLAIMS**

Following is a list of the Debtors' creditors holding the fifty largest unsecured claims on a consolidated basis with its debtor-affiliates.¹ The list is prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing a chapter 11 case. This list does not include (1) persons who come within the definition of an "insider" set forth in 11 U.S.C. § 101(31), or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the fifty largest unsecured claims.

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
1.	General Motors Corporation 300 Renaissance Center P.O. Box 300 Detroit, MI 48265-3000 Tel: 313-665-4898 (Legal) Tel: 313-556-5000 (Main) Fax: 517-272-3709	John Devine, CFO	Trade, Warranty, and Other	Contingent and Unliquidated	Unknown
2.	International Union of Electronic, Electrical, Salaried, Machine and Furniture Workers – Communications Workers of America 501 3rd Street N.W., 6th Floor Washington, D.C. 20001 Tel: 202-434-1156 Fax: 202-434-1343	James D. Clark, President	Wages and Benefits	Contingent and Unliquidated	Unknown
3.	Pension Benefit Guaranty Corp 1200 K Street, N.W. Washington, D.C. 20005 Tel: 202-326-4020 Fax: 202-326-4112	Jeffrey Cohen, Chief Counsel	Guaranty	Contingent and Unliquidated	Unknown

¹ All claims of affiliates are reported on a consolidated basis.

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
4.	United Auto Workers 8000 E. Jefferson Detroit, MI 48214 Tel: 313-926-5000 Fax: 313-823-6016	Richard Shoemaker, Vice President & Director GM Department	Wages and Benefits	Contingent and Unliquidated	Unknown
5.	United Steel Workers 5 Gateway Center Pittsburgh, PA 15222 Tel: 412-562-2400 Fax: 412-562-2484	Leo W. Gerard, President	Wages and Benefits	Contingent and Unliquidated	Unknown
6.	Wilmington Trust Company Corporate Trust Office 1100 North Market Street Rodney Square North, Wilmington, DE 19890 Tel: 302-636-6058 Fax: 302-636-4143	Steven M. Cimalore, Vice President	Notes		\$2,000,000,000
7.	Law Debenture Trust Company of New York Corporate Trust Office 780 Third Ave, 31st Floor New York, NY 10017 Tel: 212-750-6474 Fax: 212-750-1361 and Wilmington Trust Company Corporate Trust Office 1100 North Market Street Rodney Square North, Wilmington, DE 19890 Tel: 302-636-6058 Fax: 302-636-4143	Patrick Healy, Vice President and Steven M. Cimalore, Vice President	Junior Subordinated Notes		\$412,371,975

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
8.	Flextronics International Asia Pacific 2 Robbins Road Westford, MA 01886 Tel: 978-392-3015 Fax: 978-392-3011	Joe Minville, Sr. Director, Business Development, Global Automotive Markets	Trade		\$40,781,535
9.	Freescale Semiconductor Inc 6501 William Cannon Drive West Austin, TX 78735-8598 Tel: 512-895-2093 Fax: 512-895-8746	Paul Grimme, Senior Vice President and General Manager, Transportation and Standard Products Group	Trade		\$22,710,027
10.	Robert Bosch Corporation 38000 Hills Tech Drive Farmington Hills, MI 48331-3417 Tel: 248-848-2555 Fax: 248-848-6505	Linda Lynch, Sales Manager, General Motors N.A.	Trade		\$15,069,265
11.	Siemens Automotive Ltd 2400 Executive Hill Blvd. Auburn Hills, MI 48326-2980 Tel: 248-209-5874 Fax: 248-209-7877	Peter H. Huizinga, Sales Manager, North American Sales	Trade		\$13,619,300
12.	PBR Automotive USA Pacific Group Ltd 140 Ellen Drive Orion Township, MI 48359 Tel: 248-340-1290 Fax: 248-377-4939	Gordon Diag, VP	Trade		\$10,542,285
13.	DMC 2 Canada Corporation 2347 Commercial Drive Auburn Hills, MI 48326 Tel: 248-292-2261 Fax: 248-340-2471	Bill Staron, Senior VP	Trade		\$8,976,696

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
14.	NEC Electronics Inc Three Galleria Tower 13155 Noel Road, Ste 1100 Dallas, TX 75240 Tel: 972-855-5126 Fax: 972-655-5133	Jim Trent, General Manager, Automotive SBU	Trade		\$8,896,819
15.	HSS LLC 5446 Dixie Highway Saginaw, MI 48601 Tel: 989-777-2983 Fax: 989-777-4818	David Bader, President	Trade		\$8,296,550
16.	Tyco Electronics Corp Amperestrabe 12-14 Bensheim, Germany D-64625 Tel: 49-0-62-51-133-1-202 Fax: 49-0-62-51-133-1-548 and P.O. Box 3608 Harrisburg, PA 17105-3608 Tel: 717-592-2298 Fax: 717-592-7555	Dr. Jurgen W. Gromer, Vice President Tyco International Ltd., President and CEO Tyco Electronics Corp.	Trade		\$8,278,304
17.	Molex Inc 222 Wellington Court Lisle, IL 60532-1682 Tel: 630-718-5888 Fax: 630-813-5888	Ron Schubel, Executive Vice President, President Americas Region	Trade		\$8,014,656
18.	Panasonic Automotive 26455 American Drive Southfield, MI 48034 Tel: 248-447-7111 Fax: 248-447-7008	Vince Sarrecchia, President, Headquarters	Trade		\$7,429,854

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
19.	Olin Corp 427 N Shamrock Street East Alton, IL 62024-1174 Tel: 618-258-26664 Fax: 618-258-3481	Devin Denner, Sales Manager	Trade		\$7,231,721
20.	Methode Electronics Inc 7401 W. Wilson Chicago, IL 60706 Tel: 708-867-6777 Fax: 708-867-3288	Don Duda, President	Trade		\$6,397,471
21.	SGS Thompson Victor Park West 19575 Victor Parkway Livonia, MI 48152 Tel: 734-953-1711 Fax: 734-462-4034	Scott Shilling, Sales Director	Trade		\$6,386,126
22.	Philips Semiconductors 1817 Dogwood Drive Kokomo, IN 46902 Tel: 765-868-3861 Fax: 765-452-9915	Sam L. Trency, Global Account Manager, Kokomo	Trade		\$6,242,258
23.	Infineon Technologies P.O. Box 80 09 49 Munich, Germany 81609 Tel: 49-0-89-234-8-52-00 Fax: 49-0-89-234-8-52-02 and St.-Martin-Strasse 53 Munich, Germany 81669	Peter Bauer, Executive Vice President	Trade		\$5,582,352

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
24.	Aw Transmission Engineering Aisin Seiki Co Ltd Metro West Industrial Park 14933 Keel St Plymouth, MI 48170 Tel: 734-416-1162 Fax: 734-416-3844	Ryo Ishibashi, Sales Contact and Kenji Ito, VP and Larry Khaykin, Sr. Sales Manager	Trade		\$5,509,700
25.	Applied Bio Systems 850 Lincoln Centre Drive Foster City, CA 94404 Tel: 650-638-6431 Fax: 650-638-5998	Ann Wagoner	Trade		\$5,491,366
26.	Alps Automotive Inc 1500 Atlantic Blvd. Auburn Hills, MI 48326 Tel: 248-393-7626 Fax: 248-391-1564	Muneki Ishida, General Sales Manager	Trade		\$5,182,441
27.	Texas Instruments Inc 12900 North Meridian Street Suite 175 Ms 4070 Carmel, IN 46032 Tel: 317-574-2626 Fax: 317-573-6410	Brent Mewhinney, US Automotive Sales Manager	Trade		\$5,041,608
28.	Hitachi Automotive 955 Warwick Rd Harrodsburg, KY 40330 Tel: 248-482-0085 Fax: 248-474-5097 and 34500 Grand River Avenue Farmington Hills, MI 48335	Darrell Seitz, Senior Account Manager	Trade		\$4,979,093

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
29.	Sharp Electronics Corp 2613-1, Chinomoto, Cho, Tenri Nara, Japan 632-8567 Tel: 81-743-65-4317 Fax: 81-743-65-2809	Akihiko Imaiya, Group Deputy General Manager	Trade		\$4,974,247
30.	Semiconductor Components 2000 S County Trail East Greenwich, RI 02818 Tel: 734-953-6848 Fax: 734-953-6860	Lance Williams, Director of Sales	Trade		\$4,865,672
31.	TRW Automotive 12000 Tech Center Drive Livonia, MI 48150 Tel: 734-266-3507 Fax: 734-266-5704	John Nielsen, Director, Sales	Trade		\$4,821,907
32.	ISI of Indiana Inc 1212 East Michigan St. Indianapolis, IN 46202 Tel: 317-631-7980 Fax: 317-631-7981	Brad Countryman	Trade		\$4,760,039
33.	Traxle Manufacturing Ltd 25300 Telegraph Rd. Ste 450 Raleigh Office Center Southfield, MI 48034 Tel: 248-355-3533 Fax: 248-355-3558	Russ Pollack, Director of Sales	Trade		\$4,744,747
34.	Waupaca Foundry Inc 311 S Tower Rd Waupaca, WI 54981-0249 Tel: 715-258-6611 Fax: 715-258-1712	Gary Thoe, Chairman	Trade		\$4,684,195

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
35.	Hitachi Chemical Asia Pacific Bedok Plant: 20, Bedock South Road Singapore, Singapore 469277 Tel: 6241-9811 Fax: 5455-407 and Loyang Plant: 32, Loyang Way Singapore, Singapore 508730 Tel: 6542-8511	Y. Yokoya, Deputy Managing Director	Trade		\$4,562,688
36.	American Axle & Manufacturing Inc. One Dauch Drive Detroit, MI 48211-1198 Tel: 313-758-4217 Fax: 313-974-2870	Joel Robinson President and Bob Finn, CEO	Trade		\$4,525,561
37.	TDK Corporation Of America 1221 Business Center Drive Mount Prospect, IL 60056 Tel: 847-803-6100 Fax: 847-803-1125	Frank H. Avant, President	Trade		\$4,466,206
38.	Pioneer Industrial Components (Pioneer Automotive Electronics Sales, Inc.) 22630 Haggerty Road Farmington, MI 48335 Tel: 248-449-6799 Fax: 248-449-1940	Kevin M. Martin Senior VP, Sales	Trade		\$4,189,855
39.	Fujitsu Ten Corporation 46029 Five Mile Road Plymouth, MI 48170 Tel: 734-414-6651 Fax: 734-414-6660	Chet Korzeniewski V.P., Sales and Marketing	Trade		\$4,156,580

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
40.	Solectron De Mexico SA de CV Solectron InvoTronics 26525 American Drive Southfield, MI 48034 Tel: 248-263-8714 Fax: 248-263-8701	Ed Mike, Sales Manager	Trade		\$4,129,744
41.	TI Group Automotive System 12345 E Nine Mile Warren, MI 48090 Tel: 586-755-8312 Fax: 586-427-3175	Tim Kuppler, Vice President	Trade		\$3,990,388
42.	Timken Company 31100 Telegraph Road, Suite 270 Bingham Farms, MI 48025 Tel: 248-554-4882 Fax: 248-433-2253	Brian Ruel, Director, Sales	Trade		\$3,619,957
43.	Engelhard Corporation 101 Wood Ave Iselin, NJ 08830 Tel: 732-205-6497 Fax: 732-906-0337	Barry Perry, Chairman & CEO	Trade		\$3,577,915
44.	Cataler North America Corp. 7800 Chihama Kakegawa-City Shizuoka, Japan Tel: 81-537-72-3131 Fax: 81-537-72-2829	Hironobu Ono, President	Trade		\$3,462,855
45.	Pechiney Rolled Products 39111 W Six Mile Rd. Livonia, MI 48152 Tel: 734-632-8484 Fax: 734-632-8483	Jim Offer, Sales Manager	Trade		\$3,393,879
46.	Autocam Corporation East Paris Avenue Kentwood, MI 49512 Tel: 616-541-8551 Fax: 616-698-6876	Scott Dekoker, Customer Manager	Trade		\$3,352,518

	Name, Address, Phone and Fax No. of Creditor	Person(s) Familiar with Debtors' Account	Nature of Claim	Contingent, Unliquidated and/or Disputed	Approximate Amount of Claim
47.	Futaba Corp Of America 2865 Wall Triana Hwy Huntsville, AL 35824 Tel: 256-461-7348 Fax: 256-461-7741	Joe M. Dorris, President	Trade		\$3,350,622
48.	Victory Packaging 3555 Timmons Lane Suite 1440 Houston, TX 77027 Tel: 713-961-3299 Fax: 713-961-3824	Robert Egan, President	Trade		\$3,327,441
49.	Murata Electronics North 2200 Lake Park Drive Smyrna, GA 30080-7604 Tel: 770-433-7846 Fax: 678-842-6625	David M. McGinnis, Director Automotive Sales	Trade		\$3,234,841
50.	Niles USA Inc 41129 Jo Drive Novi, MI 48375 Tel: 248-427-9700 Fax: 248-427-9701	Michael Rudnicki, Account Manager and Scot McColl, Business Unit Manager	Trade		\$3,171,181

**DECLARATION CONCERNING THE DEBTOR'S LIST OF CREDITORS
HOLDING THE FIFTY LARGEST UNSECURED CLAIMS**

I, John D. Sheehan, am the Vice President and Chief Restructuring Officer of Delphi Corporation and in such capacity am familiar with the financial affairs of the Debtors. I have reviewed the foregoing List of Creditors Holding the Fifty Largest Unsecured Claims, and declare that the information contained therein is true and correct to the best of my knowledge, belief and understanding.

Dated: October 8, 2005

s/ John D. Sheehan

John D. Sheehan
Vice President and Chief
Restructuring Officer

Delphi Corporation

